

**Schedule 2**

**Proposed Rejection Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

**Re: D.I. [●]**

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY  
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF  
FEBRUARY 28, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)<sup>2</sup> of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Contract and Leases listed on **Schedule 1** attached hereto are hereby rejected as of February 28, 2025 (the “**Rejection Date**”).

2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

**Schedule 1**

**Schedule of Rejected Contracts and Leases**

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
1	Big Lots Stores, LLC	Everest Technologies, Inc.	Statement of Work - QA Managed Service	1105 Schrock Road, Suite 500 Columbus, OH 43229 USA	2/28/2025
2	Big Lots Stores, LLC	Everest Technologies, Inc.	Statement of Work for Point of Sale Development & Support	1105 Schrock Road, Suite 500 Columbus, OH 43229 USA	2/28/2025
3	Big Lots Stores, LLC	Everest Technologies, Inc.	Statement of Work to Master Services Agreement	1105 Schrock Road, Suite 500 Columbus, OH 43229 USA	2/28/2025
4	Big Lots Stores, LLC	EXELA Technologies	Statement of Work for Implementation of Print, Mail and Fulfillment Services	2701 E Grauwylar Road Irving, TX 75061 USA	2/28/2025
5	Big Lots, Inc.	Fairbanks Scale	Services Agreement	6800 W 64th Street Overland Park, KS 66202 USA	2/28/2025
6	Big Lots, Inc.	Fidelity Capital Markets	Institutional Account Agreement	200 Seaport Boulevard Boston, MA 02210 USA	2/28/2025
7	Big Lots, Inc.	Fidelity Stock Plan Services, LLC	Addendum to Recordkeeping & Administrative Services Agreement	245 Summer Street V6A Boston, MA 02110 USA	2/28/2025
8	Big Lots, Inc.	Fidelity Stock Plan Services, LLC	Letter of Understanding for Recordkeeping and Administrative Services Agreement	245 Summer Street V6A Boston, MA 02110 USA	2/28/2025
9	Big Lots, Inc.	Fidelity Stock Plan Services, LLC	Recordkeeping and Administrative Services Agreement	245 Summer Street, V7A Boston, MA 02109 USA	2/28/2025
10	Big Lots, Inc.	Fidelity Workplace Services LLC	Recordkeeping and Related Services Agreement	245 Summer Street, V7B Boston, MA 02110 USA	2/28/2025
11	Big Lots, Inc.	First Advantage Enterprise Screening Corporation	Master Services Agreement	1 Concourse Parkway NE, Suite 200 Atlanta, GA 30328 USA	2/28/2025
12	Big Lots, Inc.	First Advantage Tax Consulting Services	Data Security Addendum	1 Concourse Parkway NE, Suite 200 Atlanta, GA 30328 USA	2/28/2025
13	Big Lots, Inc.	First Advantage Tax Consulting Services, LLC	Amendment to Location Based Credits and Incentives Service Agreement	9025 River Rd Indianapolis, IN 46240 USA	2/28/2025
14	Big Lots eCommerce LLC	First Contact LLC	Amendment to Customer Work From Home Authorization	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
15	Big Lots eCommerce LLC	First Contact LLC	Amendment to Work Order	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
16	Big Lots eCommerce LLC	First Contact LLC	Amendment to Work Order	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
17	Big Lots eCommerce LLC	First Contact LLC	Amendment to Work Order	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
18	Big Lots eCommerce LLC	First Contact LLC	Amendment to Work Order	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
19	Big Lots eCommerce LLC	First Contact LLC	Amendment to Work Order	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
20	Big Lots eCommerce LLC	First Contact LLC	Customer Work from Home Authorization	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
21	Big Lots eCommerce LLC	First Contact LLC	Master Services Agreement	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
22	Big Lots eCommerce LLC	First Contact LLC	Work Order to Master Services Agreement	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
23	Big Lots, Inc.	First Contact LLC, a subsidiary of iQor US Inc.	Toll Free Shared Use Agreement	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
24	Big Lots, Inc.	First Contact LLC, a subsidiary of iQor US Inc.	Toll Free Shared Use Agreement	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
25	Big Lots, Inc.	First Contact LLC, a subsidiary of iQor US Inc.	Toll Free Shared Use Agreement	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
26	Big Lots, Inc.	First Contact LLC, a subsidiary of iQor US Inc.	Toll Free Shared Use Agreement	200 Central Avenue St. Petersburg, FL 33701 USA	2/28/2025
27	Big Lots, Inc.	Firstup, Inc.	Order Form for Software-as-a-Service (SaaS)	123 Mission St., 25th Floor San Francisco, CA 94105 USA	2/28/2025
28	Big Lots Stores, LLC	Firstup, Inc.	Order Form for Subscription Services	1 Montgomery Street, Suite 2150 San Francisco, CA 94104 USA	2/28/2025
29	Big Lots, Inc.	Foster Grant	Services Agreement	500 George Washington Highway Smithfield, RI 02917- USA	2/28/2025
30	Big Lots, Inc.	Fraudwatch International, Inc	Subscriber Agreement	95 Third St. 2nd Floor San Francisco, CA 94103 USA	2/28/2025
31	Big Lots, Inc.	Fun Online Corporation (D/B/A "SMRT365")	Master Services Agreement	7 East 14 Street #812 New York, NY 10003 USA	2/28/2025
32	Big Lots, Inc.	Fun Online Corporation D/B/A SMRT365	Statement of Work for Social Media Monitoring & Engagement	7 East 14th Street #812 New York, NY 10003 USA	2/28/2025
33	Big Lots Stores, LLC	Fun Online Smart 356	Social community management and real time response	7 East 14 Street #812 New York, NY 10003 USA	2/28/2025
34	Big Lots, Inc.	General Information Solutions LLC	Amendment - Migration Account	PO BOX 841243 DALLAS, TX 75284-1243 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
35	Big Lots, Inc.	General Information Solutions, LLC	Modification to Services Agreement	PO BOX 841243 Dallas, TX 75284-1243 USA	2/28/2025
36	Big Lots Stores, LLC	Global Equipment Company Inc.	Mutual Non-Disclosure Agreement	29833 Network Place Chicago, IL 60673-1298 USA	2/28/2025
37	Big Lots Stores, LLC	GoShare, Inc.	MSA	600 W. Broadway San Diego, CA 92101 USA	2/28/2025
38	Big Lots, Inc.	Gryphon Financial Group, Inc.	Forensic Audit Services Agreement	855 Jarvis Drive Morgan Hill, CA 95037 USA	2/28/2025
39	Big Lots Stores, LLC	Hacche USA Retail Ltd.	Revenue Share Agreement	803 Wildwood Court Oakbrook, IL 60523 USA	2/28/2025
40	Big Lots Stores, LLC	Hacche USA Retail Ltd.	Revenue Share Agreement	803 Wildwood Court Oakbrook, IL 60523 USA	2/28/2025
41	Big Lots, Inc.	Hapag-Lloyd	Amended Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
42	Big Lots, Inc.	Hapag-Lloyd	Amended Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
43	Big Lots, Inc.	Hapag-Lloyd	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
44	Big Lots, Inc.	Hapag-Lloyd	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
45	Big Lots, Inc.	Hapag-Lloyd	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
46	Big Lots, Inc.	Hapag-Lloyd	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
47	Big Lots, Inc.	Hapag-Lloyd	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
48	Big Lots, Inc.	Hapag-Lloyd	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
49	Big Lots Stores, LLC	HAPAG-LLOYD (America) LLC	Amendment to Service Contract	401 E Jackson St Tampa, FL 33602 USA	2/28/2025
50	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
51	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025



#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
52	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
53	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
54	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
55	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
56	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
57	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
58	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	3 Ravinia Drive, Suite 1600 Atlanta, GA 30346 USA	2/28/2025
59	Big Lots, Inc.	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
60	Big Lots, Inc.	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
61	Big Lots, Inc.	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	399 Hoes Lane Piscataway, NJ 08854 USA	2/28/2025
62	Big Lots Stores, LLC	Hapag-Lloyd (America), LLC	Ocean Carrier Service Contract	3 Ravinia Drive, Suite 1600 Atlanta, GA 30346 USA	2/28/2025
63	Big Lots, Inc.	Hapag-Lloyd Aktiengesellschaft	Quality Freight Product Agreement	Ballindamm 25 Hamburg, HH 20095 Germany	2/28/2025
64	Big Lots Stores, LLC	Hapag-Lloyd Aktiengesellschaft	Service Contract	Ballindamm 25 Hamburg, HH 20095 Germany	2/28/2025
65	Big Lots, Inc.	Hapag-Lloyd Aktiengesellschaft	Service Contract for Freight Services	Ballindamm 25 Hamburg, HH 20095 Germany	2/28/2025
66	Big Lots, Inc.	Haringa Compressor	Services Agreement	4510 Carter Court Chino, CA 91710 USA	2/28/2025
67	Big Lots, Inc.	Hewlett Packard Enterprise	Support Account Overview Service Agreement	1042 0135 1037 ASMPD503BIGLOTSSTO Columbus, OH 43228 USA	2/28/2025
68	Big Lots, Inc.	Hewlett-Packard Company	Engineering Services Agreement	1042 0135 1037 ASMPD503BIGLOTSSTO Columbus, OH 43228 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
69	Big Lots, Inc.	HI DESERT FASTENERS	Services Agreement	11286 I AVE HESPERIA, CA 92345 USA	2/28/2025
70	Big Lots, Inc.	HireRight	Employment verification		2/28/2025
71	Big Lots Stores, LLC	Horizon Big	Media Buying, Blu, Paid Search, SEO, Affiliate/Influencer	75 Varick Street New York, NY 10013 USA	2/28/2025
72	Big Lots Stores, LLC	Horizon Media LLC	Amendment to Master Services Agreement	75 Varick Street New York, NY 10013 USA	2/28/2025
73	Big Lots Stores, LLC	Horizon Media LLC	Confidentiality & Non-Disclosure Agreements	75 Varick Street New York, NY 10013 USA	2/28/2025
74	Big Lots Stores, LLC	Horizon Media LLC	Master Services Agreement	75 Varick Street New York, NY 10013 USA	2/28/2025
75	Big Lots Stores, LLC	Horizon Media LLC	MSA	75 Varick Street New York, NY 10013 USA	2/28/2025
76	Big Lots Stores, LLC	Horizon Media LLC	SOW	75 Varick Street New York, NY 10013 USA	2/28/2025
77	Big Lots Stores, LLC	Howling Music	Master and Publishing License Agreement	1132 Carnton Lane Franklin, TN 37064 USA	2/28/2025
78	Big Lots Stores, LLC	Howling Music	Services Agreement	178 2nd Ave N Nashville, TN 37201 USA	2/28/2025
79	Big Lots, Inc.	HUMPHREY TECHNICAL SERVICES	Service Agreement	229 Mitchell Hall Lane Topmost, KY 41862 USA	2/28/2025
80	Big Lots, Inc.	Humphrey Technical Services, Inc.	HVAC Scheduled Maintenance and Service Agreement	229 Mitchell Hall Lane Topmost, KY 41862 USA	2/28/2025
81	Big Lots, Inc.	Humphrey Technical Services, Inc.	HVAC Scheduled Maintenance and Service Agreement	229 Mitchell Hall Lane Topmost, KY 41862 USA	2/28/2025
82	Big Lots, Inc.	Humphrey Technical Services, Inc.	HVAC Scheduled Maintenance and Service Agreement	229 Mitchell Hall Lane Topmost, KY 41862 USA	2/28/2025
83	Big Lots, Inc.	IBM	Attachment for Growth Relationship Offering	4600 Lakehurst Ct. Dublin, OH 43016 USA	2/28/2025
84	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Columbus, OH 43017 USA	2/28/2025
85	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
86	Big Lots Stores, LLC	IBM	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Columbus, OH 43017 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
87	Big Lots Stores, LLC	IBM	Change Authorization for Statement of Work	5475 Rings Road, Sta. 300 Columbus, OH 45017 USA	2/28/2025
88	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
89	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Ste. 3de Columbus, OH 49017 USA	2/28/2025
90	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
91	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Dublin, OH 43017 USA	2/28/2025
92	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Dublin, OH 49017 USA	2/28/2025
93	Big Lots, Inc.	IBM	Change Authorization for Statement of Work	5475 Rings Road, Suite 300 Dublin, OH 43017 USA	2/28/2025
94	Big Lots, Inc.	IBM	Cloud Service Agreement	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
95	Consolidated Property Holdings, LLC	IBM	Consent to Assignment of Database Agreement	PO Box 138011 Sacramento, CA 95813-9933 USA	2/28/2025
96	Big Lots, Inc.	IBM	Legal Name Change Agreement	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
97	Big Lots, Inc.	IBM	Master Record Supplement for Retail Store Solutions Warranty Self-Maintainer	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
98	Big Lots, Inc.	IBM	Project Change Authorization for IBM Statement of Work	5475 Rings Road Columbus, OH 43017 USA	2/28/2025
99	Big Lots, Inc.	IBM	Proposal for Relocation Services	7100 Highlands Parkway Smyrna, GA 30082 USA	2/28/2025
100	Big Lots, Inc.	IBM	Proposal for Relocation Services	7100 Highlands Parkway Smyrna, GA 30082 USA	2/28/2025